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RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JAN 13 1996

October 31, 1995

Secretary of State
State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-11/29/95--01097--013
****122.50 ****122.50

Re: Incorporation of: RIDGEWOOD HOLDINGS, INC.


Dear Sir/Madam:

Enclosed please find original and one copy of the Articles of Incorporation for Ridgewood Holdings, Inc., and Certificate Designating Resident Agent along with our check in the amount of \$122.50.

Please return Certificate of Incorporation and Certificate of Resident Agent Designation filed copies to our office in the enclosed addressed envelope.

Thank you for your attention to this.

Very truly yours,


Carmine M. Bravo

12-4-95



CMB\pds

Enclosures

06/12
4505
06/11



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 4, 1995

CARMINE M. BRAVO P.A.
2957 WEST STATE ROAD 434 STE 400
LONGWOOD, FL 32779

We have received your document for RIDGEWOOD HOLDINGS, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 395A00052580

ARTICLES OF INCORPORATION
OF
RIDGEWOOD HOLDINGS, INC.

ARTICLE I-NAME OF CORPORATION

The name of this corporation is: **RIDGEWOOD HOLDINGS, INC.**

This corporation shall exist in perpetuity commencing on the date of execution and acknowledgment of these Articles.

ARTICLE II-PURPOSE

This corporation is organized for the purpose of sale of repair and replacement of automobile transmissions and other legitimate business purposes.

ARTICLE III-CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares at One and 00/100 (\$1.00) Dollar par value common stock which shall be designated "Common Shares".

ARTICLE IV-PREEMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which already holds, shall have the right to purchase his pro rata share

thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 2325 South Ridgewood Avenue, South Daytona, Florida, 32119 and the name of the initial registered agent of this corporation at that address is DAVID FALISE, who by his signature at the end hereof, accepts such designation.

ARTICLE VI-INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial director of this corporation is:

DAVID FALISE
107 Doe Court
Casselberry, Florida 32707

MARK CAMPBELL
1000 Lake of the Woods Blvd.
Fern Park, Florida 32730

ARTICLE VII-PRINCIPAL PLACE OF BUSINESS

The initial place of business of this corporation shall be 2325 South Ridgewood Avenue, South Daytona, Florida 32119, with the privilege of having branch offices within or without the State of Florida.

ARTICLE VIII-INCORPORATOR

The name and address of the person signing these Articles is:

DAVID FALISE
107 DOE COURT
CASSELBERRY, FLORIDA 32707

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That RIDGEWOOD HOLDINGS, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Orlando, State of Florida, has name ~~RIDGEWOOD HOLDINGS, INC.~~, located at 2325 South Ridgewood Avenue, South Daytona, Florida, 32119, as its agent to accept service of process within this State.

Dated this 5th day of January, 1996.



DAVID FALISE, Incorporator

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



DAVID FALISE, Resident Agent

IN WITNESS WHEREOF, the undersigned has executed these
Articles of Incorporation shall exist perpetually.



DAVID FALISE

RECEIVED
NOTARY PUBLIC
STATE OF FLORIDA
JAN 11 1989

STATE OF FLORIDA

COUNTY OF SEMINOLE

BEFORE ME the undersigned authority, duly authorized under the laws of the State of Florida to administer oaths and take acknowledgments, this day personally appeared, David Falise to me personally known to be the person who subscribed to and signed the above and foregoing Articles of Incorporation, and he, being by me first duly sworn, acknowledged and stated that he made and subscribed the above and foregoing Articles of Incorporation for the uses and purposes therein expressed, and that the fact therein stated are truly set forth.



PENNY D SCONYERS
My Commission OC487187
Expires Sep. 20, 1989



NOTARY PUBLIC, State of Florida

My Commission Expires: